

# EXHIBIT D

**Exhibit D**

Form of Confirmation Hearing Notice

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

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**In re:** : **Chapter 11**  
:  
**LEXINGTON PRECISION CORP., and** : **Case No. 08-11153 (MG)**  
**LEXINGTON RUBBER GROUP, INC.** : **Case No. 08-11156(MG)**  
:  
**Debtors.** : **(Jointly Administered under**  
: **Case No. 08-11153(MG))**  
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**NOTICE OF (A) APPROVAL OF THE PREPETITION SECURED LENDERS'  
COMBINED DISCLOSURE STATEMENT FOR THE PREPETITION  
SECURED LENDERS' PROPOSED PLANS; (B) VOTING PROCEDURES  
FOR THE PROPOSED PLANS; (C) SCHEDULING OF THE CONFIRMATION  
HEARINGS ON THE PROPOSED PLANS; AND (D) PROCEDURES FOR FILING  
OBJECTIONS AND RESPONSES TO CONFIRMATION OF THE PROPOSED PLANS**

**TO ALL PARTIES IN INTEREST IN LEXINGTON PRECISION CORPORATION. ("LPC") AND  
LEXINGTON RUBBER GROUP, INC. ("LRGI" TOGETHER WITH LPC, THE "DEBTORS"), PLEASE  
TAKE NOTICE THAT:**

**Approval of Disclosure Statement.** By order, dated \_\_\_\_\_, 2009 (the "Disclosure Statement Order"), the United States Bankruptcy Court for the Southern District of New York (the "Court") approved the COMBINED DISCLOSURE STATEMENT REGARDING PREPETITION SECURED LENDERS' CHAPTER 11 PLANS FOR LEXINGTON RUBBER GROUP, INC. AND LEXINGTON PRECISION CORPORATION, dated \_\_\_\_\_, 2009 (as it may be further amended, supplemented, or modified, the "Disclosure Statement") filed by CapitalSource Finance, LLC, as agent under that certain Prepetition Credit Agreement, and CSE Mortgage LLC, as agent under that certain Prepetition Loan Agreement (collectively, the "Plan Proponents"). The Disclosure Statement Order also authorizes the Plan Proponents to solicit votes to accept or reject (a) the Prepetition Secured Lenders' Chapter 11 Plan with respect to LRGI, dated August \_\_, 2009 (as it may be further amended, supplemented or modified, the "Proposed LRGI Plan") a copy of which is annexed as Exhibit A to the Disclosure Statement, and (b) the Prepetition Secured Lenders' Chapter 11 Plan with respect to LPC, dated August \_\_, 2009 (as it may be further amended, supplemented or modified, the "Proposed LPC Plan," and together with the Proposed LRGI Plan, the "Proposed Plans") a copy of which is annexed as Exhibit B to the Disclosure Statement.

**Confirmation Hearing.** The Court shall hold a hearing (the "Confirmation Hearing") to consider the confirmation of the Proposed Plans on \_\_\_\_\_, 2009 at \_\_: \_\_  
\_\_m. (**prevailing Eastern Time**), before the Honorable Martin Glenn, United States Bankruptcy Judge, in Room \_\_\_\_ of the United States Bankruptcy Court for the Southern District of New York, One Bowling Green, New York, New York 10004. The Confirmation Hearing may be continued from time to time without further notice other than the announcement by the Plan

Proponents in open court of the adjourned date(s) at the Confirmation Hearing or any continued hearing. The Plan Proponents may modify the Proposed Plan, if necessary, prior to, during, or as a result of the Confirmation Hearing in accordance with the terms of the Proposed Plans without further notice.

**Voting Procedures.** Holders of impaired claims against or interests in the Debtors' estates as of \_\_\_\_\_, **2008** (the "Record Date") are entitled to vote on the applicable Proposed Plan. If you hold such a claim or interest, you will receive a solicitation package which shall include a copy of (a) the Disclosure Statement Order, (b) this Notice, (c) the Disclosure Statement, attached to which are the Proposed Plans, and (d) a ballot. Please review the ballot of specific instructions as to how to vote. Failure to follow the voting instructions may disqualify your vote.

**Voting Deadline.** The deadline to vote on the Proposed Plans is \_\_\_\_\_, **2009 at 4:00 p.m. (prevailing Eastern Time)** (the "Voting Deadline"). The Plan Proponents' solicitation agent, Financial Balloting Group LLC, must receive your ballot by the Voting Deadline otherwise your vote will not be counted.

**Parties in Interest Not Entitled to Vote.** Holders of unimpaired claims against or interests in the Debtors' estates are not entitled to vote. Holders of fully impaired claims (i.e. not receiving any distribution under the Proposed Plans) against or interests in the Debtors' estates are not entitled to vote. If you hold such a claim or interest, you will receive a notice of your non-voting status.

**Objections to Confirmation.** Objections or responses to confirmation of the Proposed Plans, if any, must (a) be in writing; (b) conform to the Bankruptcy Rules and the Local Rules for the United States Bankruptcy Court for the Southern District of New York; and (c) set forth the name of the objecting party, the basis for the objection, and the specific grounds therefor.

All objections and responses to the confirmation of the Proposed Plans must be filed with the Court no later than \_\_\_\_\_, **2009 at 4:00 p.m. (prevailing Eastern Time)**. In accordance with General Order M-242, registered users of the Court's case filing system must electronically file their objections and responses. All other parties in interest must file their objections and responses on a 3.5 inch floppy disk (preferably in Portable Disk Format (PDF), WordPerfect, or any other Windows-based word processing format) and deliver a hard copy to the chambers of Judge Glenn.

All objections and responses must be served, so as to be received no later than \_\_\_\_\_, **2009 at 4:00 p.m. (prevailing Eastern Time)**, upon: (a) the attorneys for the Plan Proponents, Waller, Lansden, Dortch & Davis LLP, 511 Union Street, Suite 2700, Nashville, Tennessee, 37219 (Attn: John C. Tishler); (b) the Debtors, Lexington Precision Corporation, 800 Third Ave. 15<sup>th</sup> Floor, New York, New York 10023 (Attn: Michael A. Lubin); (c) the attorneys for the Debtors, Weil, Gotshal & Manges LLP, 767 Fifth Avenue, New York, New York 10153 (Attn: Victoria Vron); (d) the Office of the United States Trustee for the Southern District of New York, 33 Whitehall Street, 21st Floor, New York, New York 10004 (Attn: Paul Schwartzberg); (e) the attorneys for the statutory committee of unsecured creditors,

Andrews Kurth LLP, 450 Lexington Avenue, New York, New York 10017 (Attn: Paul Silverstein); and (f) the attorneys for Debtors' postpetition lenders, O'Melveny & Meyers, LLP, Times Square Tower, 7 Times Square, New York, New York 10036 (Attn: Gerald Bender).

**Additional Information.** For more information about the solicitation procedures, please contact Financial Balloting Group LLC, the Plan Proponents' solicitation agent, at (646) 282- 1800. To obtain a copy of the Disclosure Statement Order, the Disclosure Statement, either of the Proposed Plans, or any related documents, please contact Financial Balloting Group LLC or visit the Debtors' website at <http://chapter11.epiqsystems.com/Lexington> or the Court's website at <http://www.nysb.uscourts.gov>. To access documents on the Court's website, you will need a PACER password and login, which you can be obtained at <http://www.pacer.psc.uscourts.gov>.

**The Proposed Plans contain an injunction which prevents, among other things, any holder of any claim or interest or any other party in interest in the Debtors' chapter 11 cases from directly or indirectly commencing or continuing, in any manner, any action or other proceeding of any kind against the Debtors, the reorganized Debtors, and the Prepetition Secured Lenders (as defined in the applicable Proposed Plan) and certain related parties, enforcing judgments related to such claims or interests, asserting rights of setoff, recoupment or subrogation, or interfering in any way with the Proposed Plans or any schemes of arrangement thereunder. In addition, except as provided in the Proposed Plans, the Debtors, the reorganized Debtors, and the Prepetition Secured Lenders and certain related parties, will not have any liability for any claim or equity interest in the Debtors that are cancelled or terminated under the Proposed Plans or which arose prior to the effective date of the Proposed Plans.**

Dated: \_\_\_\_\_, 2009  
New York, New York

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